

3993 Howard Hughes Parkway, Suite 600
Las Vegas, NV 89169-5996
Facsimile (702) 949-8321
Telephone (702) 949-8320

Robert M. Charles, Jr. NV State Bar No. 006593
Email: rcharles@lrlaw.com
John Hinderaker AZ State Bar No. 018024
Email: jhinderaker@lrlaw.com

Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

Chapter 11

**DECLARATION OF EDWARD M.
BURR IN SUPPORT OF OMNIBUS
OBJECTIONS TO PROOFS OF
CLAIM BASED UPON
INVESTMENT IN THE MARLTON
SQUARE (SECOND) DEVELOPERS
LOAN**

Date of Hearing: September 30, 2011

Time of Hearing: 9:30 a.m.

Estimated time for Hearing: 10 minutes

I, Edward M. Burr, hereby declare under penalty of perjury that:

1. I am a principal with Sierra Consulting Group, LLC ("Sierra"). Sierra is one of the leading providers of restructuring advisory and litigation support services in the Southwest. Sierra is a leading national consulting firm comprised of experienced CPAs and other financial professionals.

2. I submit this declaration on behalf of the USACM Liquidating Trust's Objections to Proofs of Claim filed this date.

3. This Court approved the Official Committee of Unsecured Creditors of USA Commercial Mortgage Company's ("Committee") appointment of Sierra as financial advisers on August 11, 2006. From that date to the Effective Date of the Debtors' confirmed Plan of Reorganization, I have assisted the Committee in analyzing facts concerning these jointly administered bankruptcy cases. As of the Effective Date of the confirmed Plan of Reorganization, Sierra has been retained by the USACM Liquidating

1 Trust to investigate and reconcile the claims against the USA Commercial Mortgage
2 Company ("USACM") estate.

3 4. I make the following declaration based upon my personal knowledge, and
4 upon the records of the Debtors described in this declaration, including Debtors' original
5 and amended schedules of liabilities and the proofs of claim described herein, as well as
6 Debtors' accounting records.

7 5. On March 12, 2007 Effective Date of the Plan, the USACM Liquidating
8 Trust succeeded to USACM's rights with respect to books and records.

9 6. Sierra has been working closely with both the Trustee for the USACM
10 Liquidating Trust and Development Specialist Inc. ("DSI"), the Trustee's financial
11 advisor, in evaluating all of the claims that were filed in the USACM estate.

12 7. **Exhibit A**, attached, lists Proofs of Claim that appear to be based, in whole
13 or in part, upon an investment in The Marlton Square (Second) Developers Loan. For each
14 claim listed, **Exhibit A** identifies the Proof of Claim number, the claimant, the claimant's
15 address, the total amount of the claim, and the total amount of the claim that appears to be
16 related to The Marlton Square (Second) Developers Loan based upon the information
17 provided by the claimant.

18 Dated: August 3, 2011

19 /s/ Edward M. Burr
20 Edward M. Burr
21 Sierra Consulting Group, LLC

22 Copy of the foregoing mailed (without exhibit)
23 In U.S. Mail, first class Postage prepaid,
24 on August 3, 2011 to the investors in The
25 Marlton Square (Second) Developers Loan
26 listed on Exhibit A.

s/ Matt Burns
Matt Burns
Lewis and Roca LLP